

**LAW OFFICES OF
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January 9, 2007

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

RECORDATION NO. 19632-RRR FILED

JAN 09 '07 -2 18 PM

Dear Secretary Williams:

SURFACE TRANSPORTATION BOARD

I have enclosed for filing the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Partial Termination and Release of Security Interests and Liens, a secondary document, dated as of January 9, 2007. The primary document to which this is connected is recorded under Recordation No. 19632. We request that one copy of this document be recorded under Recordation No. 19632-RRR.

The name and address of the party to the Partial Termination and Release of Security Interests and Liens is:

Secured Party:

LaSalle Bank National Association
135 South LaSalle Street
Chicago, IL 60603

A description of the equipment covered by the Partial Termination and Release of Security Interests and Liens consists of one GP-38-2 locomotive numbered BNSF 2039 (formerly numbered CNW 829).

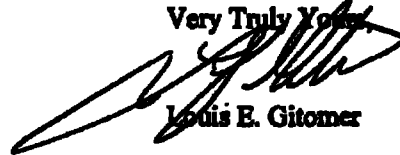
Honorable Vernon A. Williams
January 9, 2007
Page 2

A fee of \$34.00 is enclosed. Please return one copy to:

Louis E. Gitomer
600 Baltimore Avenue
Suite 301
Towson, MD 21204

A short summary of the document to appear in the index follows: a Partial Termination and Release of Security Interests and Liens by LaSalle Bank National Association, 135 South LaSalle Street, Chicago, IL 60603, covering one GP-38-2 locomotive numbered BNSF 2039 (formerly numbered CNW 829).

Very Truly Yours,

A handwritten signature in dark ink, appearing to read "L. Gitomer", is written over the typed name.

Louis E. Gitomer

Enclosure

JAN 09 '07

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**PARTIAL TERMINATION AND RELEASE OF SECURITY INTERESTS AND
LIENS****SURFACE TRANSPORTATION BOARD**

LaSalle Bank National Association (formerly known as LaSalle National Bank) ("LaSalle"), this 9th day of January, 2007, releases the locomotives identified in the Attachment (the "Locomotive") from the security interests created under: (1) the Loan and Security Agreement, dated as of December 18, 1991 (the "Loan and Security Agreement") recorded at the Interstate Commerce Commission (the "ICC") on December 19, 1991 under Recordation Number 17636; (2) the Amended and Restated Loan and Security Agreement dated as of July 14, 1995 (the "Amended Security Agreement") recorded at the ICC on September 29, 1995 under recordation number 19632; (3) the Locomotive Security Agreement dated as of September 30, 2003 ("Locomotive Security Amendment") recorded at the Surface Transportation Board on October 3, 2003 under Recordation Number 24626; and (4) the Amended and Restated Locomotive Security Agreement dated as of December 27, 2005 ("Amended Locomotive Security Amendment") recorded at the Surface Transportation Board on January 6, 2006 under Recordation Number 24626-K.

WHEREAS, LaSalle desires to execute this Instrument to evidence for the public record the satisfaction and release of all the rights and obligations of National Railway Equipment Company, under the Loan and Security Agreement, Amended Security Agreement, the Locomotive Security Amendment, and the Amended Locomotive Security Amendment with respect to the Locomotives.

NOW, THEREFORE, in consideration of the premises, LaSalle agrees that the liens on the Locomotive created by the Loan and Security Agreement, the Amended Security Agreement, the Locomotive Security Amendment, and the Amended Locomotive Security Amendment are released.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, LaSalle has executed or caused this instrument to be executed as of the date first above written.

LASALLE BANK NATIONAL ASSOCIATION

By: Alison Murphy
Its: ASSISTANT VICE PRESIDENT

STATE OF IL)
County of COOK) ss.

On this 27 day of December, 2006, before me, NATALIE COOK, the undersigned Notary Public, personally appeared ALISON MURPHY, personally known to me to be the person who executed the within instrument as ASSISTANT VICE PRESIDENT on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Natalie Cook
Notary Public for COOK
My Commission expires OCTOBER 23, 2010

